

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:

TUESDAY MORNING CORPORATION, *et al.*,¹

Debtors.

§ Chapter 11
§
§ Case No. 23-90001 (ELM)
§
§

**STIPULATION AND AGREED ORDER BY AND AMONG THE
DEBTORS AND THE TERM LOAN LENDERS
EXTENDING THE DEADLINE TO OBJECT TO THE SALE MOTION**

This Stipulation and Agreed Order (“**Stipulation and Agreed Order**”) is made and entered into by and between the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) and Tensile Capital Management LP, CEOF Holdings LP and Corbin Opportunity Fund, L.P. (“**Term Loan Lenders**,” and together with the Debtors, the “**Parties**”). The Parties hereby stipulate and agree as follows:

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Tuesday Morning Corporation (8532); TMI Holdings, Inc. (6658); Tuesday Morning, Inc. (2994); Friday Morning, LLC (3440); Days of the Week, Inc. (4231); Nights of the Week, Inc. (7141); and Tuesday Morning Partners, Ltd. (4232). The location of the Debtors’ service address is 6250 LBJ Freeway, Dallas, Texas 75240.

RECITALS

WHEREAS, on March 20, 2023, the Court entered the *Order (I) Approving Bid Procedures in Connection with the Potential Sale of Certain of the Debtors' Assets, (II) Scheduling an Auction and a Sale Hearing, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing the Debtors to Designate a Stalking Horse Purchaser, (V) Approving Procedures for the Assumption and Assignment of Contracts and Leases, and (VI) Granting Related Relief* [Docket No. 558];

WHEREAS, on April 18, 2023, the Court entered the *Supplemental Order Modifying Certain Deadlines in Order (I) Approving Bid Procedures in Connection with the Potential Sale of Certain of the Debtors' Assets, (II) Scheduling an Auction and a Sale Hearing, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing the Debtors to Designate a Stalking Horse Purchaser, (V) Approving Procedures for the Assumption and Assignment of Contracts and Leases, and (VI) Granting Related Relief* [Docket No. 886] (the “**Supplemental Order**”);

WHEREAS, the Supplemental Order provides that a Sale Objection must be filed and served so it is actually received no later than 4:00 p.m. (prevailing Central Time) on April 21, 2023 (the “**Sale Objection Deadline**”); and

WHEREAS, the Parties desire to enter into this Stipulation and Agreed Order to further extend the Sale Objection Deadline solely with respect to the Term Loan Lenders.

THEREFORE, IT IS HEREBY STIPULATED AND AGREED, AND UPON APPROVAL BY THE COURT OF THIS STIPULATION, IT IS SO ORDERED:

1. Solely with respect to the Term Loan Lenders, the Sale Objection Deadline shall be extended to April 24, 2023, at 12:00 p.m., prevailing Eastern Time, without prejudice to further extensions thereof.

2. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Stipulation and Agreed Order.

###End of Order###

STIPULATED AND AGREED TO THIS 20TH DAY OF APRIL, 2023.

MUNSCH HARDT KOPF & HARR, P.C.

By: /s/ Deborah M. Perry

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